PREPARED BY AND RETURN TO:

JAMES E. WOODS

WATKINS LUDLAM WINTER & STENNIS, P.A.

P. O. Box 1456

Olive Branch, MS 38654

(662) 895-2996

WARRANTY DEED

ROY R. HOLMES CONSTRUCTION COMPANY, INC., a Tennessee Corporation,

GRANTOR

TO

SANDIDGE POINT HOMEOWNERS ASSOCIATION, INC.,

GRANTEE

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, ROY R. HOLMES CONSTRUCTION COMPANY, INC., a Tennessee Corporation, by and through its duly authorized officer, does hereby sell, convey and warrant unto SANDIDGE POINT HOMEOWNERS ASSOCIATION, INC., a Mississippi Non-Profit Corporation, the land lying and being situated in the City of Olive Branch, DeSoto County, Mississippi, described as follows, to-wit:

0.77 acres, more or less, situated in the Northeast Quarter of the Northwest Quarter of Section 3, Township 2 South, Range 6 West, City of Olive Branch, DeSoto County, Mississippi and described as follows, to-wit:

Beginning at the Northeast corner of the Northwest Quarter of Section 3, Township 2 South, Range 6 West; thence South 89°-25'-39" West along the North line of said section a distance fo 245.55 feet to a point; thence South 00°-20'-52" East a distance of 40.0 feet to a point in the South right-of-way of Sandidge Road; thence South 00°-20'-52" East a distance of 662.43 feet to an iron pin; thence South 07°-20'-53" East a distance of 47.94 feet to a point; thence North 89°-52'-43" East a distance of 44.22 feet to an iron pin, said point being the true point of beginning; thence North 89°-52'-43" East a distance of 198.89 feet to a point; thence South 00°-36'-25" East a distance of 168.06 feet to a point; thence South 89°-41'-20" West a distance of 199.83 feet to a point; thence North 00°-17'-16" West a distance of 168.72 feet to a point; to the point of beginning; containing 0.77 acres or 33570.25 square feet more or less, subject to all rights of way of public roads and utilities, zoning and subdivision regulations in effect and easements of record.

The warranty in this Deed is subject to subdivision and zoning regulations in effect in DeSoto County, Mississippi and rights-of-way and easements for public roads and public utilities.

Taxes for the year 2004 shall be paid by the Grantor and possession is to take place upon the delivery of this Deed.

STATE MS.-DESOTO CO. SS

May 14 9 40 AM '04

472 PG/60

WITNESS THE SIGNATURE of the authorized officials of the Grantor, this the day of ________, 2004.

ROY R. HOLMES CONSTRUCTION

R. HOLMES, PRESIDENT

STATE OF MISSISSIPPI

COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for the said county and state, on this the _______, 2004, within my jurisdiction, the within named ROY R. HOLMES, who acknowledged that he is President of Roy R. Holmes Construction Company, Inc. a Tennessee corporation, and that for and on behalf of the said corporation, and as its act and deed, he executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

My Commission Expires:

GRANTOR'S ADDRESS:

Memphis, TN 38125 Hm. Phone: N/A

Wk. Phone: 901-765-0519

GRANTEE'S ADDRESS:

Wk. Phone: 901-755-0519